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November 4, 2015

VIA CERTIFIED MAIL

Felicia Jackson, EPS
U.S. Environmental Protection Agency
Superfund Enforcement & Community Engagement Branch
Atlanta Federal Center, 11th Floor
61 Forsyth Street, S.W.
Atlanta, Georgia 30303

Re: Information Request Pursuant to Section 104(e) of CERCLA
Smokey Mountain Smelters Superfund Site, Knoxville, Knox County, Tennessee

Dear Ms. Jackson:

I am writing on behalf of ConocoPhillips Company and in response to the Information Request regarding the Smokey Mountain Smelters Superfund Site ("Site") received on October 5, 2015.

On May 1, 2012, ConocoPhillips separated into two independent publically traded companies. The "upstream" (oil and gas exploration and production) entities, assets and liabilities remained with ConocoPhillips and the "downstream" (product refining, shipping and marketing) entities, assets and liabilities were transferred to a newly created entity named Phillips 66. In addition, any liabilities associated with the former Agrico Chemical Company assets were transferred to Phillips 66 in the May 1, 2012 separation and any future correspondence regarding the Site should be directed to Phillips 66.

ConocoPhillips Company has provided the Information Request to Phillips 66 and they will also respond. The "Company" for which we are responding shall mean the upstream (oil and gas exploration and production) entities, assets and liabilities that remained with ConocoPhillips after the May 1, 2012 separation.

Please direct any further communications regarding this Site to Stacey Carter, HS&E Legal Specialist, ConocoPhillips Company, ML 1020, 600 North Dairy Ashford, Houston TX 77079, Phone 281-293-1579.

Sincerely,

Mark A. Aebe
Manager, Risk Management and Remediation
ConocoPhillips Company



Conocophillips Company
Response to September 25, 2015 Information Request
Smokey Mountain Smelters Superfund Site
Knoxville, Knox County, Tennessee

GENERAL RESPONSE

On May 1, 2012, ConocoPhillips separated into two independent publically traded companies. The “upstream” (oil and gas exploration and production) entities, assets and liabilities remained with ConocoPhillips and the “downstream” (product refining, pipeline and marketing) entities, assets and liabilities were transferred to a newly created entity named Phillips 66. In addition, any liabilities, including environmental liabilities, relating to, arising out of or resulting from the former Agrico Chemical Company assets were transferred to Phillips 66 in the May 1, 2012 separation and any future correspondence regarding those Agrico assets should be directed to Phillips 66. ConocoPhillips Company has provided the Information Request to Phillips 66 and they will also respond. The “Company” for which we are responding shall mean the upstream (oil and gas exploration and production) entities, assets and liabilities that remained with ConocoPhillips after the May 1, 2012 separation.

The responses set forth herein are based on the present knowledge, information and belief of ConocoPhillips Company upstream operations. ConocoPhillips Company reserves the right to supplement these responses when and if appropriate. ConocoPhillips Company does not concede the relevancy of the responses, nor does it accept or adopt as accurate any statements or implications that may be drawn from the requests themselves. ConocoPhillips Company also reserves all objections to the forms or the requests.

These responses are not and should not be taken as an admission or waiver of any kind to the jurisdiction, statutory authority, or regularity authority of the United States Environmental Protection Agency (EPA) for this information request or any further investigation or action.

GENERAL OBJECTIONS AND COMMENTS

Based on our review of and good-faith efforts to respond timely to the Information Request, ConocoPhillips Company notes for the record that it has several objections to the form and content of the Information Request.

1. ConocoPhillips Company objects to the Information Request to the extent it is unduly burdensome and overly broad, seeks irrelevant information, is vague and unclear in its scope, requires legal conclusions to be made, and is otherwise unreasonable, thereby exceeding EPA’s authority under CERCLA Section 104(e).
2. ConocoPhillips Company objects to the Information Request to the extent that it seeks information beyond the scope of EPA’s authority under Section 104(e) of CERCLA. Section 104(e) authorizes EPA to request, upon reasonable notice, information or documents relating to the following:

- a. The identification, nature, and quantity of materials which have been or are generated, treated, stored, or disposed of at a vessel or facility or transported to a vessel or facility.
- b. The nature or extent of a release or threatened release of a hazardous substance or pollutant or contaminant at or from a vessel or facility.
- c. Information relating to the ability of a person to pay for or to perform a cleanup.

Where the questions in the request are vague, ambiguous, overbroad, unduly burdensome or beyond the scope of EPA's CERCLA Section 104(e) authority, ConocoPhillips Company has made appropriate and reasonable efforts to provide responsive information to the best of its ability to interpret the questions. Subject to and without waiving its objections, ConocoPhillips Company states that it is providing information at this time based on its review conducted in response to the specific items in the Request. In the event that ConocoPhillips Company discovers additional responsive material, it will submit such material to EPA as soon as reasonably possible.

3. ConocoPhillips Company objects to the Information Request to the extent it seeks information that is legally privileged or confidential.
4. ConocoPhillips Company objects to the request to the extent it seeks documents and information that are publicly available or otherwise equally available and/or uniquely available or equally available from third parties.
5. ConocoPhillips Company objects to the request to the extent it seeks documents in EPA's possession or that were in the past submitted to EPA.
6. ConocoPhillips Company objects to Definition No. 1 of the Information Request. The Definition is overbroad and unduly burdensome because it would require ConocoPhillips to inquire, obtain and submit information, documents, etc. in the possession of independent third parties such as "contractors," "partner," "successors," "agents," etc.
7. ConocoPhillips Company incorporates by reference every general objection set forth above into each specific response set forth below. A specific response may repeat a general objection for emphasis or some other reason. The failure to include any general objection in any specific response does not waive any general objection to that request. Moreover, ConocoPhillips Company does not waive its right to amend its responses.

INFORMATION REQUEST QUESTIONS

1. Confirm all identifying information for the ConocoPhillips Company including:

- a. Legal name, including any “doing business as” name;

ConocoPhillips Company

- b. Date and state of incorporation and corporate status;

State of incorporation: Delaware

Date of incorporation: June 13, 1917

Corporate status: Active

- c. Complete mailing and physical address of the central office; and

600 North Dairy Ashford

Houston, TX 77079

- d. Name and mailing address of your registered agent.

Corporation Service Company

2711 Centerville Road, Suite 400

Wilmington, DE 19808

2. Identify each person authorized to discuss this Site with EPA by:

- a. Full name and title;

Gary K. Shiu, Counsel

Global HSE

ConocoPhillips Company

- b. Mailing address and physical address; and

600 North Dairy Ashford, ML1016

Houston, TX 77079

- c. Daytime telephone number.

(281) 293-1456

3. Describe the corporate relationship of the ConocoPhillips Company to Agrico Chemical Company, including but not limited to the historical association of the two entities, and when Agrico Chemical Company became a subsidiary of the ConocoPhillips Company.

Subject to and without waiving any objections, on May 1, 2012, ConocoPhillips separated into two independent publically traded companies. The “upstream” (oil

and gas exploration and production) entities, assets and liabilities remained with ConocoPhillips and the “downstream” (product refining, pipeline and marketing) entities, assets and liabilities were transferred to a newly created entity named Phillips 66. The “Company” for which we are responding shall mean the upstream (oil and gas exploration and production) entities, assets and liabilities that remained with ConocoPhillips after the May 1, 2012 separation. Any liabilities, including environmental liabilities, relating to, arising out of, or resulting from the former Agrico Chemical Company assets were transferred to Phillips 66 in the 2012 separation and any future correspondence regarding those assets should be directed to Phillips 66.

4. Describe the nature of the business conducted by Agrico Chemical Company at the Site, including but not limited to its ownership or lessee status, as well as the chemicals produced at, transported to and from, and otherwise associated with the Site. To the extent there were changes over time in the nature of the business, describe those changes.

Subject to and without waiving any objections, ConocoPhillips Company responds as follows:

Please refer to the response to Information Request Question No. 3 above. The Company has conducted a search of its records and has not discovered any documentation or information that may be responsive to this request.

5. Describe the manner of handling any waste materials generated by the business operated at the Site by Agrico Chemical Company, providing documentation of such practices including but not limited to the location of any off-site disposal of wastes.

Subject to and without waiving any objections, ConocoPhillips Company responds as follows:

Please refer to the response to Information Request Question No. 3 above. The Company has conducted a search of its records and has not discovered any documentation or information that may be responsive to this request.

6. Identify the persons responsible for the daily operations of the business of Agrico Chemical Company at the Site.

Subject to and without waiving any objections, ConocoPhillips Company responds as follows:

Please refer to the response to Information Request Question No. 3 above. The Company has conducted a search of its records and has not discovered any documentation or information that may be responsive to this request.

7. Describe the current status of Agrico Chemical Company, including but not limited to its corporate, operational and financial status.

Subject to and without waiving any objections, ConocoPhillips Company responds as follows:

Please refer to the response to Information Request Question No. 3 above. The Company has conducted a search of its records and has not discovered any documentation or information that may be responsive to this request.

8. Provide a list of all property and casualty insurance policies (e.g., comprehensive general liability, environmental impairment liability, and automobile liability policies) associated with Agrico Chemical Company's operation of the Site. Specify the insurer, policy, effective dates, and state the per occurrence policy limits for each policy. Copies of policies may be provided in lieu of a narrative response.

Subject to and without waiving any objections, ConocoPhillips Company responds as follows:

Please refer to the response to Information Request Question No. 3 above. The Company has conducted a search of its records and has not discovered any documentation or information that may be responsive to this request.

9. Identify all persons, including but not limited to individuals or entities associated with the business of Agrico Chemical Company or any prior parent, subsidiary, successor or other related corporation or other business entity, that may be responsible for the liabilities of Agrico Chemical Company arising from or relating to the release or threatened release of hazardous substances at the Site.

Subject to and without waiving any objections, ConocoPhillips Company responds as follows:

Please refer to the response to Information Request Question No. 3 above. The Company has conducted a search of its records and has not discovered any documentation or information that may be responsive to this request.

10. Provide copies of income tax returns submitted by Agrico Chemical Company and the ConocoPhillips Company to the federal Internal Revenue Service (IRS) and the state revenue agency in the last five years.

ConocoPhillips Company specifically objects to the question on the ground that it seeks information that is irrelevant, overbroad and unduly burdensome.

Subject to and without waiving any objections, please refer to the response to Information Request Questions No. 3 above.

11. Provide copies of financial statements, reports, or projections prepared by, for or on behalf of Agrico Chemical Company and the ConocoPhillips Company for the past five years, whether audited or unaudited, including but not limited to those filed with the

Securities and Exchange Commission, state agencies, and financial institutions such as banks.

ConocoPhillips Company specifically objects to the question on the ground that it seeks information that is irrelevant, overbroad, and unduly burdensome.

Subject to and without waiving any objections, please refer to the response to Information Request Question No. 3 above. Information on Securities and Exchange Commission filings submitted by ConocoPhillips can be found by visiting: <http://www.conocophillips.com/investor-relations/company-reports/Pages/sec-filings.aspx>

12. For each and every Question contained herein, if any of the documents solicited in this information request are no longer in the possession, custody, or control of The Mosaic Company, then identify the persons from whom such information or documents may be obtained, and indicate the reason why they are no longer available. If the records were destroyed, provide the following:
- a. The company's document retention policy;
 - b. A description of how the records were destroyed and the approximate date of destruction;
 - c. A description of the type of information that would have been contained in the documents;
 - d. The name, job title and most current address known of each person who would have produced these documents; who would have been responsible for the retention of these documents; who would have been responsible for the destruction of these documents; and who had or still may have the originals or copies of these documents; and
 - e. The names and most current known address of any person who may possess documents relevant to this inquiry.

ConocoPhillips Company specifically objects to this request on the grounds that it is irrelevant, overbroad and unduly burdensome in that the request seeks documents and information concerning "The Mosaic Company," an entity that is, to the best of our knowledge, unaffiliated with ConocoPhillips.

To the extent this Information Request meant to say "ConocoPhillips," rather than "The Mosaic Company," ConocoPhillips responds as follows:

Subject to and without waiving any objections, please refer to the response to Information Request Questions No. 3 above.

13. Provide any information known to the ConocoPhillips Company linking any other companies or individuals to the hazardous substances found at the Site.

Subject to and without waiving any objections, ConocoPhillips Company responds as follows:

Please refer to the response to Information Request Question No. 3 above. The Company has conducted a search of its records and has not discovered any documentation or information that may be responsive to this request.

14. Identify any other persons other than those already identified, who may be able to provide a more detailed or complete response to any Question contained herein, or who may be able to provide additional responsive documents. Provide the name, current mailing address and current telephone number of any such person, and the additional information or documents that they may have.

Subject to and without waiving any objections, please refer to the response to Information Request Question No. 3 above.